

(Translation)



**Invitation to attend the
Annual General Shareholder's Meeting 2024
Jubilee Enterprise Public Company Limited
Tuesday, April 23rd, 2024 at 14:00 hrs.
via Electronic Meeting
(According to the Emergency Decree on
Electronic Meetings, B.E. 2563)**

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No. CS/AGM/1/2024

March 25th, 2024

Re: Invitation to attend Annual General Meeting of the Shareholders for the year 2024

To: The Shareholders of Jubilee Enterprise Public Company Limited

- Encl(s):**
1. Minutes of Annual General Meeting of the Shareholders for the year 2023;
 2. Annual Report and Financial Statements for the year 2023
(Form 56-1 One report) (in QR code format)
 3. Profiles of directors retiring by rotation and proposed to be re-elected;
 4. Independent Director Defined;
 5. Procedures for attending 2024 Annual General Meeting of Shareholders;
 6. Documents Required for Attending the Meeting;
 7. Articles of Association of the Company about the Shareholders' Meeting;
 8. Vote casting and counting;
 9. Information of the independent director to be a Proxy for Shareholders;
 10. Proxy Forms B;
 11. Proxy Form C;
 12. Registration Form for Authorized Signatory of Juristic Person Shareholder

On February 21st, 2024, the Board of Directors of Jubilee Enterprise Public Company Limited (The Company) had resolved to call an Annual General Meeting of the Shareholders for the year 2024, on Tuesday, April 23rd, 2024, 14:00 hrs. via Electronic Meeting only (E-AGM) according to the Emergency Decree on Electronic Meetings B.E. 2563 (2020) to consider matters according to the agendas as follows: The meeting which will be broadcasted from the Company's head office located at 179 Bangkok City Tower 10th Floor, South Sathorn Road, Thungmahamek, Sathorn, Bangkok 10120. (There will be no on-site registration).

Agenda 1 To certify the minutes of the Annual General Meeting of the Shareholders for the year 2023, held on Friday, April 21st, 2023

Objective and Rationale: The Company had prepared minutes of the Annual General Meeting of Shareholders of 2023 which was held on Friday, April 21st, 2023 and already submitted to the Stock Exchange of Thailand and the Ministry of Commerce within the time specified by law, including published on the Company's website <https://jubilee-th.listedcompany.com>.

Board's comment: The Board has reviewed the minute of the Annual General Meeting of the Shareholders for the year 2023, held on Friday, April 21st, 2023 was recorded correctly. A company shall propose the minute to the Annual General Meeting of the Shareholders for approval.

Agenda 2 To acknowledge on the Company's operating results for the year 2023

Objective and Rationale: It is the shareholders' right to acknowledge the Company's performance, hence the Company prepared summary of the past performance and significant changes of the year 2023 as shown in the Annual Report and Financial Statements for the year 2023 (Form 56-1 One report) which can be downloaded through the QR Code.

Board's comment: The Board has acknowledged and propose to report the Company's operating results for the year 2023 to the Annual General Meeting of the Shareholders.

Agenda 3 To consider approving the financial statements for the year ended, December 31st, 2023

Objective and Rationale: In order to comply with the Public Company Act of B.E. 1992 (as Amended) which requires that the Company shall prepare the statement of financial position and profit and loss at the end of the fiscal year, of which were audited by the licensed auditor and propose to the shareholders in the annual general meeting for approval. The Company prepared the said statement of financial position and profit and loss shown in the Annual Report and Financial Statements for the year 2023 (Form 56-1 One report) which can be downloaded through the QR Code on registration form.

Board's comment: The Board of Directors deemed appropriate to propose the Annual General Meeting of the Shareholders to approve the Company's Financial Statement for the year ended, December 31st, 2023 which was audited and certified by the auditors and reviewed by the Audit Committee.

Agenda 4 To consider approving payment of dividends for the year 2023 operating results

Objective and Rationale: In order to comply with Public Company Act of B.E. 1992 (as Amended) and Company's policy which require that the Board of Directors should arrange the agenda regards the annual dividend payment and not to pay dividend in case the Company has accumulated loss.

Board's comment: The Company has the policy to pay dividend not less than 40% of net profit after tax and statutory reserves for the year. The Board of Directors deemed appropriate to propose the Annual General Meeting of the Shareholders to consider and approve the dividend payment for the year 2023 operating performance of Baht 0.50 (Fifty Satang) per share, totaling approximately Baht 87.14 million, representing 42.88% of the Company's net profit after tax and statutory reserves, which is in accordance with the Company's dividend payment policy. The Company's reserve has reached an amount equivalent to 10 percent of the Company's registered capital. In 2023, dividend of Baht 0.25 (Twenty-five Satang) per share was paid as an interim dividend on September 8th, 2023. The final dividend payment will be Baht 0.25 (Twenty-five Satang) per share, allocated from the operating results for the period July 1st, 2023 to December 31st, 2023 and shall pay to the Shareholders whose names are listed on the Record Date on which the Shareholders are entitled to receive dividend on May 3rd, 2024 and the dividend payment will be on May 17th, 2024. The comparative dividends pay out are as follows:

Detail of Dividend	2023	2022	2021
Dividend per share (Baht)	0.50	0.73	0.52
Dividend amount (Million Baht)	87.14	127.22	90.62
Distribution rate (%)	42.88	40.47	40.23

Agenda 5 To consider approving election of directors retiring by rotation

Objective and Rationale: In order to comply with the Public Company Act of B.E. 1992 (as Amended) which requires that the annual general meeting of shareholders shall elect director(s) replacing the directors who resign by rotation at the ratio of one-third. If the number of directors cannot be divided exactly into three parts, directors in a number closest to one-third shall vacated and the directors who remained in office for the longest time shall vacate first. All of Directors who is vacating the office under this Section may be re-elected.

Board's comment: The Board of Directors had considered and elected the qualified person(s) thoroughly to replace those who are due to retire by rotation with the prudent and proper consideration process according to the Company's criteria for the nomination and appointment of directors. The nominees must be legally qualified and shall not possess any prohibited characteristics as prescribed by related laws and regulations, the Company's Articles of Association and composition of the board of directors, as well as having professional qualifications, knowledge, capabilities, expertise and experience in diverse areas that correspond with the Company's business operation. The following 3 persons having knowledge and ability that benefit to the company's operation. The candidates for independent directors are qualified in accordance with the Company's definition of Independent Director Qualification, and able to raise opinion independently. Through SET news release and the Company's website, the Company provided Shareholders the opportunity to nominate the qualified person(s) for the directorship. There was no proposal of directorship to the Company. Then, the nomination has been proposed to the Board of Directors' Meeting which deemed appropriate to propose the Shareholders' Meeting the following candidates to be the Company's Directors as follows:

- | | |
|----------------------------------|---|
| 1. Mrs. Suwatana Tulayapisitchai | to be re-elected for another term as Director |
| 2. Ms. Zonwa Denmeka | to be re-elected for another term as Independent Director |
| 3. Mr. Pirote Maleehorm | to be re-elected for another term as Independent Director |

Agenda 6 To consider approving determination and payment of directors' remuneration for the year 2024

Objective and Rationale: In order to comply with the Company's policy, the directors are entitled to receive remuneration from the Company in the form of meeting allowance and annual bonus or other benefits per resolution of the annual general meeting of shareholders by having votes not less than two-third of all votes of shareholders attending the meeting, to comply with the Public Company Act of B.E. 1992 (as Amended) which prohibits the company to make payment of monies or any assets to directors unless the remuneration is made as per the Company's policy. If the policy does not provide for remuneration payment, it must be made according to shareholders' resolution of having votes not less than two-third of all votes of shareholders attending the meeting.

Board's comment: The Board has considered from the appropriateness and the Company's operating result which relating to general market situation and duty and responsibility of directors. Thus, the Board resolved to propose to the shareholders meeting to consider and approve the meeting allowance as follow;

1. Meeting Allowance (in THB / Person / Meeting)

Position	2024	2023	2022
Chairman of Board of Directors	71,000	68,000	68,000
Chairman of Audit Committee	26,000	25,000	25,000
Vice Chairman	26,000	25,000	25,000
Audit Committee / Independent Director	23,000	22,000	22,000
Executive Director	23,000	22,000	22,000

And bonus for the Board of Directors totaling amount not more than Baht 1,621,000 (Baht One Million Six Hundred and Twenty-one Thousand only) with no other remunerations, as follow;

2. Bonus for the Board of Directors (in THB / Person)

Position	2024	2023	2022
Chairman of Board of Directors	247,000	236,000	236,000
Chairman of Audit Committee	169,000	161,000	161,000
Vice Chairman	169,000	161,000	161,000
Audit Committee / Independent Director	149,000	142,000	142,000
Executive Director	149,000	142,000	142,000

Agenda 7 To appoint an auditor and the auditor's fee for 2024

Objective and Rationale: In order to comply with the Public Company Act of B.E. 1992 (as Amended) which requires the annual general meeting of shareholders to appoint the Company's auditor and determine auditor's remuneration at every year. The auditor can be reappointed. Also, the auditor must not be director, member, employee or a person holding any position in the company.

Board's comment: PV Audit Limited, continually audited the Company's financial statements, without any subsidiaries company for 15 years since 2008, which can provide beneficial suggestions to the Company. And they also have been independent and have had no relationship or conflict of interest with the Company, executives, major shareholders, or related persons of the said persons, so they are independent to audit and express their opinions for the Company's financial statements. The audit fee for the year 2024 had intensely negotiated. Thus, the Board has resolved to propose to the shareholders meeting to consider to appoint the following auditors:

Auditor's name	CPA Registration No.	Number of years certified on the Company's financial statements
1.Mr.Prawit Wiwanthananut	4917	1 year (2015)
2.Ms.Chompoonuch Saetae	8382	-
3.Ms.Rathapat Limsakul	10508	-
4.Ms.Jiamjai Seangsi	11159	-

or
or
or

of PV Audit Limited or other auditors from the same Company as the Company's auditor for the year 2024. The determined audit fee is in amount of Baht 1,930,000 (Baht One Million Ninety-Three Hundred Thousand only). The comparison's details of auditor's fees of 2022-2024 are as follows.

	2024	2023	2022
Audit Fee	1,930,000	1,880,000	1,880,000
Non-Audit Fee	-	-	-

Agenda 8 To consider other matters (if any)

Board's comment: No other matters to consider.

The Annual General Meeting of the Shareholders for the year 2024 will be held on Tuesday, April 23rd, 2024 at 14:00 hrs. via Electronic Meeting. The Shareholders wishing to participate in person or grant proxy to participate via electronic meeting are recommended to look through the procedures of the registration and document required for attending via electronic meeting, as detailed in Attachments 5 and 6, respectively. The registration will be opened since April 9th, 2024 until April 22nd, 2024, through e-service platform at

<https://portal.eservice.setgroup.or.th/Account/Login?refer=OyBgnQ1%2bQykykUslqVSXijNu6%2fYamN VnDD6TFIJNSSq8dG9LWhwVEw%3d%3d>

The Shareholders wishing to grant proxy to other or to the Company's independent directors, as detailed in Attachment 9, are recommended to look through the procedures and complete document as detailed in Attachment 6. The Shareholders could send a proxy Form B or Form C in Attachment 10 or 11, along with the evidencing documents to ir@jubileediamond.co.th then, send all hard copies to the Company **within April 19th, 2024 (Postmark date)**. Additionally, the Shareholders could also request the paper version of proxy Form by sending an email to ir@jubileediamond.co.th within Friday, April 5th, 2024. The email subject should be "Request for Proxy Form (B or C) for AGM 2024" and attached with the official documents to identify your identity such as a copy of your identification card. The Company will send the paper proxy Form as your request on **Tuesday, April 9th, 2024**.

The Company will conduct the Meeting in accordance with the Company's Articles of Association regarding the Shareholders Meeting and Vote Casting as detailed in Attachments 7 and 8, respectively. For the utmost benefit of Shareholders and to reserve the Shareholders' privileges, if there is any issue regarding the proposed agenda which explanation needed, Shareholders can send questions, along with name-surname indication in advanced to email ir@jubileediamond.co.th or call 0-2625-1188 ext. 3208. The Company has posted the Invitation to Attend the Annual General Meeting of Shareholders for the Year 2024, including all attachments and proxy forms on the Company's website <https://jubilee-th.listedcompany.com/>

Yours respectfully,

Jubilee Enterprise Public Company Limited

- Signature -

(Manu Leopairote)

Chairman of Board of Director

Minutes of the Annual General Meeting of the Shareholders for 2023

Jubilee Enterprise Public Company Limited (the "Company")

Held on Friday, April 21st, 2022 at 10:00 hrs.

via Electronic Meeting and LIVE from the Company's head office

179 Bangkok City Tower 10th Floor. South Sathorn Road, Thungmahamek, Sathorn, Bangkok 10120

The meeting commenced at 10:00 hrs.

Miss Sirinadda Kawewattana, the secretary to the Company's Executive Committee announced that there are 17 shareholders equal to 2,596,600 shares attending the meeting online and 24 proxies equal to 98,822,700 shares, totaling 41 persons. The aggregate number of shares equal to 101,419,300 shares or represents 58.20% of the Company's 174,273,125 authorized shares, which met the quorum requirements set by the Company's regulations, that demand presence, in person or by proxy, at least 25 shareholders whose aggregate number of shares must not be less than one-third of the Company's authorized shares.

Before the meeting commenced, the Company informed the shareholders about the voting cast rules for each agenda as follows:

1. A shareholder or a proxy has the right to vote equal to the number of shares owned. One share is equivalent to one vote.
2. Shareholders who granted proxy to the independent director their vote will be counted as per identified in proxy document.
3. The Board of Directors shall exercise their rights as a shareholder by voting for all agenda items according to Board of Director's resolution.
4. For voting in every agenda, by most of the votes of the shareholders present and entitled to vote, except for
 - 4.1 voting in agenda 6 which is approving determination and payment of directors' remuneration for the year 2023, by at least two-three (2/3) of the votes of the shareholders present and entitled to vote.
5. The Company will count the votes cast by deducting the number of shares voted as disapproving or abstentions from the total number of shares of the shareholders or proxies attending each agenda.

In case the shareholders or proxies have question

- The shareholders or proxies would send their opinion or ask question only through DAP e-Shareholder Meeting Platform by press the button "Send Question" then selecting an agenda and typing the opinion and question. The presenter will read the question and answer when on the related agenda.
- To cancel the question submitted, press the button "Cancel"
- The shareholders or proxies are allowed to send the question in advance and the Company will answer the question in order in the related agendas.

Procedure of Voting

- At the end of each agenda, the shareholders have to press the button "vote" for voting "approve", "disapprove", or "abstain" within the voting time. However, if the shareholder wishes to amend the vote, this can be done until the end of the voting time of each agenda. The shareholders will have voting time of 1 minute per agenda.

- The shareholders who do not press their vote within the voting time, will be deemed to resolve as “approve” for that agenda. However, if the voting time still open, the shareholders will be able to amend their votes.

The Annual General Meeting of Shareholders 2023 was attended by directors, executives, auditors, and legal consultant of the company as follows:

Board of Directors Total 9 members equal to 100% of Board of Directors attend the meeting as follows:

(1) Mr. Manu Leoparote	Chairman of the Board of Directors and Independent Director
(2) Mr. Viroj Phonprakit	Vice Chairman and Chairman of Executive Committee
(3) Mrs. Suvatana Tulayapisitchai	Director and Senior Vice President
(4) Ms. Unyarat Pornprakit	Director, Executive Director and Chief Executive Officer
(5) Mr. Amnuay Nakruchata-amorn	Chairman of Audit Committee and Independent Director
(6) Ms. Zonwa Denmeka	Audit Committee and Independent Director
(7) Mr. Pirote Maleehorm	Audit Committee and Independent Director
(8) Mr. Sahasroj Rojmetha	Independent Director
(9) Mr. Pakorn Partanapat	Independent Director

The Company does not have other subcommittees.

Advisor to the Board of Directors and Management executive

- | | |
|------------------------------|---|
| 1. Dr. Charn Tharawas | Advisor to the Board of Directors |
| 2. Ms. Tanaporn Tana-Arapong | Chief Financial Officer and Corporate secretary |

Legal Advisor from Wissen & Co.,Ltd. as a witness to the counting of votes

- | | |
|--------------------------------|----------------|
| 1. Ms. Pattara Vasinwatanapong | Senior Partner |
|--------------------------------|----------------|

Representative from PV Audit Limited

- | | |
|-----------------------------|---------|
| 1. Mr. Prawit Wiwanthananut | Partner |
| 2. Mr. Boonkasem Sarnklin | Partner |

Mr. Manu Leoparote, Chairman of the Board of Directors presided over the meeting and open the meeting as the agenda set forth in the invitation letter, as follows:

Agenda 1 To certify the minutes of the Annual General Meeting of the Shareholders for the year 2022, held on Friday, April 22nd, 2022

The Chairman proposed that the meeting consider approving the minutes of the Annual General Meeting of the Shareholders for 2022, held on Friday, April 22nd, 2022, declared on SET website since May 5th, 2022 which no shareholders proposed for editing. Moreover, the Company sent a copy of the minutes which had already been in the notice calling the meeting on pages number 7 to 21 to each shareholder. The Board of Directors had considered that the minute was correct, therefore; propose to the meeting consider approving the minutes of the Annual General Meeting of the Shareholders for 2022.

The Chairman asked the shareholders if they have any questions or comments.

No questions being raised, the Chairman asked the meeting to vote on this matter as result below:

Vote	Number of Votes (One Share, One Vote)	Percentage of Present & Voting Shares
(1) Approve	101,414,900	100.0000%
(2) Disapprove	-	-
(3) Abstain	4,600	(Not constituted as voted)
(4) Voided ballot	-	(Not constituted as voted)
Total	101,414,900	100.0000%

Note: According to diminished shareholders leave the meeting during agenda 1, therefore; number of votes decrease.

RESOLVED The meeting had considered and resolved to certify the minutes of the Annual General Meeting of the Shareholders for 2022, held on Friday, April 22nd, 2022.

Agenda 2 To acknowledge on the Company's operating results for the year 2022

The Chairman assigned Ms. Unyarat Pornprakit, Chief Executive Officer, as a reporter.

Ms. Unyarat Pornprakit reported to the meeting that on April 20th, 2023 the share price of the company is Baht 24.70, market cap equal to Baht 4,304.55 million, and P/E 13.69. The distribution channel can be categorized as 1. Jubilee Diamond Shop and Counter, 2. Jubilee Diamond Flagship Store, 3. Jubilee Diamond Outlet Store, and 4. Jubilee Online Store. As at December 31st, 2022, the Company has total 130 branches, which is Jubilee brand 122 branches and Forevermark 8 branches, all over Thailand which are separated by region as follows, Bangkok and suburban 50 branches, Central 30 branches, South 21 branches, North 15 branches, and Northeast 14 branches.

The Company's overall operating results for 2022, in the first half of year 2022, the Company set the target for revenue from sales growth at 10% before adjusted to 15% in the second half of the year. The Company could manage to surpass the target by generated 17% growth in revenue from sales. For the gross profit margin, the Company set the target at not least than 45% and the Company could make it to 49.8%, also surpass the target. For the number of branches, the Company set the target to have 130 branches all over the country which could make it to 130 as the target set.

The Company's overall marketing activities for 2022, are as follows,

In the 1st quarter, there are celebration for Chinese New Year and Valentine's Day which the Company launched the new collections in order to respond to the target customers' need which were "The Reign of Diamond Tiger" for the Chinese New Year and partnership with Iconsiam to organize an event to celebrate the tiger year, also in order to celebrate festival of love, Valentine's Day, the Company launched "Jubilee Heart" collection and organize the celebration event at Central World.

In the 2nd quarter, the Company renovated Central Rama 2 branch from Counter to Shop with spacious space (155 m²), thus more products could be presented, also there is a lounge for customers which respond to the customers' lifestyle and could acquire more customers. Furthermore, for every year, the Company would organize the anniversary event during this quarter, thus in order to celebrate 93rd anniversary in 2022, the Company launched new collections and organized "World Class Journey from Antwerp to Bangkok" from the concept of the journey of the Company's diamond jewelry which begin from

acquired diamond materials from the best sight holder, Antwerp, Belgium and combine with the high innovated manufacturing technology from Japan to create precious diamond jewelry and distribute in Thailand. The “Midyear Grand Sale” also organized from the end of this quarter to the beginning of the 3rd quarter, which could get good response from customers.

For the second half of year 2022, in the 3rd quarter, the Company partnership with Line Corporation to launched new Jubilee Line Friends collection, “Petite Sweet Friends” with the concept of café hopping and sweets. Also, the Company launched the new collection “Mother Day’s” during August with the concept of the gentleness of woman combine with the nature.

In the 4th quarter, the Company opened new branch at Terminal Rama 3 and renovated branches both in Bangkok, such as Jubilee of Siam, and in upcountry, such as Chiang Mai, and Chiang Rai in order to accommodate and gain more customers. In addition, the Company upgraded the loyalty program, the Sparkling Club which has over 200,000 members and organized exclusive event for members to celebrate the newly upgraded Sparkling Club before end the year 2022 with the biggest event of the year, “Christmas Mega Sale” during Christmas Day (22nd – 25th December 2022) which received overwhelming respond from the customers.

For the year 2023, the Company set the target to growth in revenue from sales not less than 10% and gross profit margin not less than 45% which the Company could manage to maintain the excellent gross profit margin for the past years. The Company not only focus on the innovation but also the customer needs, thus in this year, “Customer Centric” will be the heart of the Company operation strategy, the Company will continue to improve the efficiency of the newly upgraded Sparkling Club, also improve the performance of the Company’s salesperson, “Diamond Advisor” to provide accurate information and excellence service to the customers both offline and online channel. Furthermore, in order to respond to the customer need, the Company require usage of data for planning the sales strategy, marketing strategy, and design the products that meet the preferences of over 200,000 customers of the Company. Also, we use the data for the branch renovation planning and build brand perception of good product quality.

The Chairman asked the shareholders if they have any questions or comments.

Ms. Jayanith Sethaputra Shareholder	<ol style="list-style-type: none"> 1. How many percent of the revenue from sales are from online channel? 2. What is the target number of sparking club members for 2023 and in the next 5 years?
Ms. Unyarat Pornprakit Chief Executive Officer	<ol style="list-style-type: none"> 1. Online channel contributes around 3-5% of revenue from sales and in 2023 the company set the target from online channel at 5-7% from total revenue from sales. 2. Currently, the Company has approximately 200,000 sparking club members and target to gain more 10,000 members in this year, thus the number will be around 210,000 members.
Mr. Siwat Chawareewong Shareholder	Is the revenue growth in 2023 mainly come from same store sales? Which sale channel will growth the most?
Ms. Unyarat Pornprakit Chief Executive Officer	The target growth in revenue from sales for 2023 is 10% and approximately 90% of revenue from sales will come from same

	store sales which generated from Shop and Counter all over the country.
Mr. Methasith Pongyamud Shareholder	How many events the Company will organize in this year?
Ms. Unyarat Pornprakit Chief Executive Officer	We have plan for both mini and big event. For the big event, there will be 2-3 events in this year.

No voting is required for this agenda. The meeting acknowledged the Company's 2022 operating results.

Agenda 3 To consider approving the financial statements for the year ended 31 December 2022

The Chairman assigned Ms. Tanaporn Tana-Arpaong, Chief Financial Officer, as a reporter.

Ms. Tanaporn Tana-Arpaong reported a summary of the Company's financial performance as stated in the audited financial statements for the year ended December 31, 2022, which had been approved by the Board of Directors as follows:

Statement of financial position as at December 31, 2022

As at December 31, 2022, the Company had total assets amounting to Baht 2,160.5 million, when compared with last year, increased by Baht 62.4 million mainly due to increase in inventory by Baht 94 million because in 2021, the Covid-19 had been severely spreading through the 2nd and 3rd quarter, resulted in decrease in revenue from sales, thus the Company slowdown the production during the period. At the end of the 4th quarter, the pandemic was calming down and customer demand had recovered, thus the Company has also resumed the production order accordingly. While in 2022 the operation was normally operated throughout the year, thus the inventory has been produced more to support the sale growth. In addition, right-of-use that recorded from the adoption of TFRS 16 was decreased approximately Baht 20 million from depreciation for the year which related to the rental period.

As at December 31, 2022, the Company had total liabilities amounting to Baht 648.3 million, when compared with last year, decreased by Baht 117.7 million mainly due to decrease in trade payables from normal settle period. During the Covid-19 pandemic, the Company succeed the negotiation with suppliers resulted in longer payment period, thus when the pandemic is calm down in 2022, the payment term was back to normal, 1 to 4 months. Lease liabilities decreased in the same direction with right-of-use according to the adoption of TFRS 16.

As at December 31, 2022, the Company had retained earnings amounting to Baht 1,245.7 million, when compared to last year, increased by Baht 180.2 million from net profit for the year amounting to Baht 310.9 million and decreased from dividend payments amounting to Baht 130.7 million.

Statement of comprehensive income for the year ended December 31, 2022

In 2022, the Company's revenue from sales were steady through the year, while in 2021, the revenue from sales dramatically decreased in the 2nd and 3rd quarter due to temporary close of department stores in Bangkok and some areas in upcountry, however, the situation is back to normal and the Company could organize events and marketing activities in the 4th quarter, thus the Company could generate the

highest revenue from sales per quarter in the Company's history. In 2022, the Company could normally operate throughout the year so the revenue from sales were steady for every quarter resulted in the revenue from sales for the year amounting to Baht 1,786.0 million, when compared with last year which was amounting to Baht 1,531.3 million, increased approximately by Baht 254.7 million or equal to 16.6%.

The contribution of revenue from sales came from Bangkok 51.6% and upcountry 48.4% and the growth of 16.6% in revenue from sales came from both Bangkok and upcountry. In addition, the growth in upcountry is mostly from the provinces with travel destinations, which local people's wealth increased from tourisms and lead to the positive indirect effect to the Company.

Gross profit for year 2022 was at Baht 888.9 million which increased by Baht 167.5 million or 23.2% when compared with last year. The increased in gross profit was in the same direction with revenue from sales, and the gross profit margin is 49.8% which is higher than last year due to effective management of product mix.

In 2022, the Company could generate the highest net profit for the year amounting to Baht 314.4 million or equal to net profit margin 17.6%, while compare to prior year net profit at Baht 225.3 million, which increased by Baht 89.1 million or equal to 39.6% mainly due to increase in revenue from sales and effective management in selling and administrative expenses, which were controlled to be approximately 20% and 10% of revenue from sales, respectively. The increase in selling expenses was mainly due to increase in rental expense, since all branches of the Company could normally operate in 2022, and almost all branches did not receive the rental discount. Additionally, bank fee also increased along with increased in revenue from sales because 70% of customers use credit card to purchase the Company's products. The Company also recorded loss on re-measurement of defined benefit plans in the 1st quarter of 2022 from the change in actuarial assumptions amounting to Baht 3.5 million which is one time recognition of net taxable expense, led to the company shown total comprehensive income for the year at Baht 310.8 million.

For the Company's performance from 2019 to 2022, the Company always eager to maintain the performance to meet the stakeholder's satisfaction. In 2019, before the Covid-19 pandemic, the Company could generate revenue from sales amounting to Baht 1,806 million and decrease in 2020 and 2021 affected from the Covid-19 pandemic. In 2022, the Company could normally operate throughout the year, thus the revenue from sales increased to Baht 1,786 million, almost equal to revenue from sales before the pandemic. However, the Company could effectively manage expenses resulted in the highest net profit in the company's history.

Table of performance comparison for the year ended December 31, 2022 and 2021

Unit: Million Baht	12-month 2022		12-month 2021		Change	
Revenue from sales	1,785.99	100.00%	1,531.27	100.00%	254.72	16.63%
Cost of sales	(897.13)	(50.23%)	(809.90)	(52.89%)	87.23	10.77%
Gross profit	888.86	49.77%	721.37	47.11%	167.49	23.22%
Other income	9.13	0.51%	8.67	0.57%	0.46	5.26%
Selling expenses	(350.94)	(19.65%)	(301.29)	(19.68%)	49.65	16.48%
Administrative expenses	(146.80)	(8.22%)	(139.62)	(9.12%)	7.18	5.15%
Finance cost	(4.69)	(0.26%)	(4.36)	(0.28%)	0.33	7.53%
Profit before income tax	395.56	22.15%	284.77	18.59%	110.79	38.90%
Tax expenses	(81.18)	(4.55%)	(59.52)	(3.89%)	21.66	36.39%
Net profit for the period	314.38	17.61%	225.25	14.71%	89.13	39.57%
Total other comprehensive loss - net of tax	(3.51)	(0.19%)	0.00	0.00%	3.51	0.0%
Total comprehensive income for the period	310.87	17.41%	225.25	14.71%	85.61	38.01%

1.80

1.29

Significant Financial Ratios are as follows:

- Current Ratio (Times)	4.1
- Inventory Turnover (Days)	249
- Account Payable Turnover (Days)	128
- Account Receivable Turnover (Days)	23
- Sale Growth	16.6%
- Gross Profit Margin	49.8%
- Comprehensive Net Profit Margin	17.4%

The Chairman asked the shareholders if they have any questions or comments.

Mr. Naruedon Niyomka Shareholder	In 2022, what cause gross profit margin to high as 49% and could the Company maintain the high gross profit margin in 2023 or would it drop to 45%
Ms. Unyarat Pornprakit Chief Executive Officer	The Company set the target of gross profit margin not less than 45% which could achieve the target in past years because we have variety of product line and price from line friends collection start at Baht 1,000 to Carat over Baht 10 million so we could manage the product mix and have power of bargaining against the quality diamond sight holder from advance mass purchasing, that's why the Company could manage the gross profit margin to 49% and we hope that we could make it possible also in this year.

Mr. Kiattiyos Laohasurayotin Shareholder	How many branches the Company will have in 2023?
Ms. Unyarat Pornprakit Chief Executive Officer	In 2023, there will be addition 3-5 branches in strategic locations but we will focus on the renovation of our current branches to accommodate more customers such as Emporium branch that recently renovated from Counter to Shop.
Mr. Siwat Chawareewong Shareholder	From the previous agenda, the Company will expand the proportion of revenue from sales from online channel but the overall growth is only 10%. Is that mean the Company predicted that store sales will be decrease? Will the Company still focus on the shop renovation or renovate counter to shop?
Ms. Unyarat Pornprakit Chief Executive Officer	The overall target revenue growth will be 10%, mainly from Same Store Sales Growth. Besides, the 5-7% is the sales contribution from online channel that we target to achieve in year 2023 that increase from the previous year's contribution at 3-5% of total revenue from sales. This is also our challenge in this year since the customers are already adapted to the new normal era and more likely to purchase products through offline channel, thus if we could make the growth in online sales, it will become the extra growth.

No more questions being raised, the Chairman asked the meeting to vote on this matter as result below:

Vote	Number of Votes (One Share, One Vote)	Percentage of Present & Voting Shares
(1) Approve	101,153,502	100.0000%
(2) Disapprove	-	-
(3) Abstain	-	(Not constituted as voted)
(4) Voided ballot	-	(Not constituted as voted)
Total	101,153,502	100.0000%

Note: According to additional shareholders attend the meeting during agenda 3, therefore; number of votes increase.

RESOLVED The meeting had considered and resolved to approve the Company's financial statements for year ended 31 December 2022.

Agenda 4 **To consider approving payment of dividends for the year 2022 operating results**

The Chairman asked Ms. Tanaporn Tana-Arpaong, Chief Financial Officer, to present details of this agenda.

Ms. Tanaporn Tana-Arpaong presented to the meeting that the company has net profit for the year ended December 31, 2022 amounting to Baht 314.38 million. According to the dividend payment policy that

the company will pay dividend twice a year at the rate of not less than 40% of net profit after tax deduct the allocation to reserves required by laws and the Company in each year. The Board of Directors has already considered and approved the dividend payment from the year 2022 operating results of Baht 0.73 (Seventy-Three Satang) per share totaling to Baht 127.22 million, representing 40.47% of the Company's net profit and statutory reserves. The Company already paid the interim dividend of Baht 0.38 (Thirty-Eight Satang) per share from the 6 months operations from January – June 2022 on 9 September 2022. Therefore, the company will pay the remaining dividend of Baht 0.35 (Thirty-Five Satang) per share from the operations from July – December 2022. The record date for receiving dividend was set on 10 May 2023 and dividends will be paid on 19 May 2023.

The Chairman asked the shareholders if they have any questions or comments.

No questions being raised, the Chairman asked the meeting to vote on this matter as result below:

Vote	Number of Votes (One Share, One Vote)	Percentage of Present & Voting Shares
(1) Approve	101,153,502	100.0000%
(2) Disapprove	-	-
(3) Abstain	-	(Not constituted as voted)
(4) Voided ballot	-	(Not constituted as voted)
Total	101,153,502	100.0000%

RESOLVED The meeting had considered and resolved to approve payment of dividends for the year 2022 operating results as proposed.

Agenda 5 To consider approving election of directors retiring by rotation

The Chairman informed the meeting that according to Public Company Limited Act, B.E. 2535 and the company's regulations. One-third (1/3) of the directors shall retire from the Company. In 2022, The 3 directors were retiring by rotation as follows:

- | | |
|--------------------------------|--|
| 4. Mr. Amnuay Nakruchata-Amorn | Chairman of Audit Committee and Independent Director |
| 5. Ms. Unyarat Pornprakit | Chief Executive Officer and Director |
| 6. Mr. Sahasroj Rojmetha | Independent Director |

The Chairman said that the meeting should be in accordance with good governance principles. As all the 3 directors are stakeholders of this agenda, the Chairman asked all 3 directors to temporality leave the meeting.

The Company informed the shareholders to propose director nominees who met required qualification since November 18, 2022 to January 31, 2023 which resulted that there was no proposed name of qualified director candidates from shareholders in advance for AGM. However, the Board of Directors had prudently considered that 3 directors who retire by rotation having professional qualifications, knowledge, capabilities, expertise and experience in diverse areas that correspond with the Company's business operation. Therefore, the Board proposed that these three retiring directors be re-elected for another term. The Company had already sent information, profile, work experiences, and meeting attendance for each director as attached document 3. For voting, considerate of each person.

The Chairman asked the shareholders if they have any questions or comments for voting **Mr. Amnuay Nakruchata-Amorn** to be Chairman of Audit Committee and Independent Director for another term.

No questions being raised, the Chairman asked the meeting to vote on this matter as result below:

Vote	Number of Votes (One Share, One Vote)	Percentage of Present & Voting Shares
1. For reelection of Mr. Amnuay Nakruchata-Amorn		
(1) Approve	100,910,502	99.7669%
(2) Disapprove	235,800	0.2331%
(3) Abstain	4,700	(Not constituted as voted)
(4) Voided ballot	-	(Not constituted as voted)
Total	101,146,302	100.0000%

Note: According to diminished shareholders leave the meeting during agenda 5, therefore; number of votes decrease.

RESOLVED The meeting had considered and resolved that Mr. Amnuay Nakruchata-Amorn was re-elected to be Chairman of Audit Committee and Independent Director for another term.

The Chairman asked the shareholders if they have any questions or comments for voting **Ms. Unyarat Pornprakit** to be Chief Executive Officer and Director for another term.

No questions being raised, the chairman asked the meeting to vote on this matter as result below:

Vote	Number of Votes (One Share, One Vote)	Percentage of Present & Voting Shares
2. For reelection of Ms. Unyarat Pornprakit		
(1) Approve	100,910,602	99.7669%
(2) Disapprove	235,800	0.2331%
(3) Abstain	4,600	(Not constituted as voted)
(4) Voided ballot	-	(Not constituted as voted)
Total	101,146,402	100.0000%

RESOLVED The meeting had considered and resolved that Ms. Unyarat Pornprakit was re-elected to be Chief Executive Officer and Director for another term.

The Chairman asked the shareholders if they have any questions or comments for voting **Mr. Sahasroj Rojmetha** to be Independent director for another term.

No questions being raised, the chairman asked the meeting to vote on this matter as result below:

Vote	Number of Votes (One Share, One Vote)	Percentage of Present & Voting Shares
3. For reelection of Mr. Sahasroj Rojmetha		
(1) Approve	100,785,202	99.6430%
(2) Disapprove	361,100	0.3570%
(3) Abstain	4,700	(Not constituted as voted)
(4) Voided ballot	-	(Not constituted as voted)
Total	101,146,302	100.0000%

RESOLVED The meeting had considered and resolved that Mr. Sahasroj Rojmetha was re-elected to be Independent director for another term.

Agenda 6 To consider approving determination and payment of directors' remuneration for the year 2023

The chairman assigned Ms. Tanaporn Tana-Arpaong, Chief Financial Officer, as a reporter.

Ms. Tanaporn Tana-Arpaong informed the meeting that the Board of Directors' Meeting of the Company No.1/2023 had resolve to approve the directors' remuneration and Meeting allowance for year 2023. The details as follows:

- Considering meeting allowance for the year 2023, which allocated by directors' responsibility. Meeting allowance (per time / person). The details are compared with the year 2022-2023 as follows:

Position	2023	2022
Chairman of Board of Directors	68,000	68,000
Chairman of Audit Committee	25,000	25,000
Vice Chairman	25,000	25,000
Audit Committee / Independent Director	22,000	22,000
Executive Director	22,000	22,000

- Considering director remuneration for the year 2023, totaling not more than Baht 1,410,000 (Baht One Million and Four Hundred Ten Thousand only) which allocated by directors' responsibility. The details are compared with the year 2022-2023 as follows:

Position	2023	2022
Chairman of Board of Directors	236,000	236,000
Chairman of Audit Committee	161,000	161,000
Vice Chairman	161,000	161,000
Audit Committee / Independent Director	142,000	142,000
Executive Director	142,000	142,000

No other benefits provided.

For this agenda, voting needs to be at least two-three (2/3) of the votes of the shareholders present and entitled to vote.

The Chairman asked the shareholders if they have any questions or comments.

No questions being raised, the Chairman asked the meeting to vote on this matter as result below:

Vote	Number of Votes (One Share, One Vote)	Percentage of Present & Voting Shares
(1) Approve	101,149,002	99.9980%
(2) Disapprove	2,000	0.0020%
(3) Abstain	-	(Not constituted as voted)
(4) Voided ballot	-	(Not constituted as voted)
Total	101,151,002	100.0000%

RESOLVED The meeting had considered and resolved to approve for the directors' remuneration and meeting allowance as proposed.

Agenda 7 To appoint an auditor and the auditor's fee for 2023

The chairman assigned Ms. Tanaporn Tana-Arpapong, Chief Financial Officer, as a reporter.

Ms. Tanaporn Tana-Arpapong informed the meeting that the Board of Directors' Meeting of the Company No.1/2023 had resolved to appoint the following auditors from PV Audit Limited as the Company's auditor for the year 2023:

- | | |
|------------------------------|--------------------------|
| 1. Mr. Prawit Wiwanthananut, | CPA License No 4917; or |
| 2. Mr. Boonkasem Sarnklin, | CPA License No 11888; or |
| 3. Ms. Rathapat Limsakul | CPA License No 10508 |

Or other auditors from the same firm, all of whom were independent to audit and express their opinions for the Company's financial statements. And there are no relationship or conflict of interest with the Company.

The Board of Directors had considered that auditors from PV Audit Limited are independent to audit and to express the opinion for the Company's financial statements. And they have no relationship or conflict of interest with the Company. They have been performing the audit professionally and have cumulative knowledge of the Company's business in order to perform the audit effectively.

The Board of Directors had passed a resolution to propose the shareholders to consider appointing auditors and approving auditor's remuneration for the year 2023 amounting to Baht 1,880,000. (One Million Eighty-Eight Hundred Thousand Baht only) which comprises of

- | | |
|--------------------------------------|---------|
| 1. Annual audit fee | 750,000 |
| 2. Review (Baht 310,000 per quarter) | 930,000 |
| 3. General control and Technology | 200,00 |

There is no change in auditor's remuneration from the year 2022 and no other benefits provided

	2023	2022	2021
Audit Fee	1,880,000	1,880,000	1,880,000

The Chairman asked the shareholders if they have any questions or comments.

No questions being raised, the chairman asked the meeting to vote on this matter as result below:

Vote	Number of Votes (One Share, One Vote)	Percentage of Present & Voting Shares
(1) Approve	101,151,002	100.0000%
(2) Disapprove	-	-
(3) Abstain	-	(Not constituted as voted)
(4) Voided ballot	-	(Not constituted as voted)
Total	101,151,002	100.0000%

RESOLVED The meeting had considered and resolved approval to appoint an auditor and the auditor's remuneration for the year 2023 as proposed.

Agenda 8 Other Matters

The Chairman asked the shareholders if they have any questions or comments.

Mr. Methasith Pongyamud Shareholder	Will GPM rise to +50%?
Ms. Unyarat Pornprakit Chief Executive Officer	At present, the Company set goal for gross profit margin not less than 45%, if we have an update on the goal, we will present to the shareholders in next occasion. Also, the Company has the channel for shareholders and investors to inquire about the Company operation by contacting our investor relation via email, phone or on Opportunity Day in every quarter.
Mr. Smith Sangsupvanich Shareholder	The Company's performance is excellent but the market value is not reflect as it should, maybe because of the low liquidity. I would like to recommend that the Company should consider split par or increase the dividend payout ratio.
Ms. Unyarat Pornprakit Chief Executive Officer	The Board of Directors and Executives will consider about the matter.
Mr. Weerawat Apitanawit Shareholder	What is the Company's sentiment of 2023 for both competition and customer purchasing power compared to 2022?
Ms. Unyarat Pornprakit Chief Executive Officer	The Company will face the challenge in both global economics and change in customer behaviors after the Covid-19 pandemic rise again in this year, thus the Company need data to be able to promptly adjust the strategies to respond to the change.
Mr. Siwat Chawareewong Shareholder	What is the biggest obstacle to the operation plan that the Company concerns?
Ms. Unyarat Pornprakit Chief Executive Officer	Usually, the obstacle came from external factors which we could not control. However, the Board of Directors and the Executives always monitor the external factors and risks that may affect the operations and promptly respond to them, thus we can operate as planned.
Mr. Worajate Chaiwiratana Shareholder	What is the Company's perspective of competitors? In worst case, how it affects the Company?
Ms. Unyarat Pornprakit Chief Executive Officer	The Company always monitor risks that may occurred, not only the competitors in the same industry but also customer behaviors, economics, and global factors as a whole picture. Thus, we focus on responding to the customer's needs by providing good quality products and use data to plan the strategy, for an example, the inventory turnover rate is improved since we understand the customers preference so we could provide the products that meet

	their needs. However, we are careful with the unexpected situations and always ready to adjust the strategies to respond to the change.
Mr. Methasith Pongyamud Shareholder	<ol style="list-style-type: none"> 1. When will the Company organize the big events? 2. Will the Company consider to issue the stock dividend to increase the liquidity? 3. Does the Company have plan to use cash in other investments such as m&a or other investments?
Ms. Unyarat Pornprakit Chief Executive Officer	<ol style="list-style-type: none"> 1. 1 event will be arranged during first half of the year and 1-2 events will be arranged during the second half. 2. The Board of Directors and Executives will consider about the matter. 3. The Company invest cash in investment grade bonds and funds with acceptable risk. Also, the executives are discussing on other investments channel, and will present to shareholders when we have an update on the project.
Mr. Nattanaï Tangvipatanapong Shareholder	Does the Company have any plan to enter SET?
Ms. Unyarat Pornprakit Chief Executive Officer	The Board of Directors and Executives will consider about the matter.

There's no further questions or comments from the shareholders and having caused the meeting to consider all the matters on the agenda, the Chairman, on behalf of the Company's Board, expressed thanks to the executives and all staff who cause the Company's performance continuously growth, partnership, suppliers, and customer who be a part of the Company as a leader of diamond jewelry and carat until now. And finally, thank you for participating in the meeting today and, at 11.30 hrs., declared to end and close the meeting.

Signed _____-signature-_____ Chairman of the meeting
(Mr. Manu Leopairote)
Chairman of the Board of Directors

Signed _____-signature-_____ Minutes Taken by
(Ms. Tanaporn Tana-Arapong)
Chief Financial Officer and Corporate Secretary

Annual Report and Financial Statements for the year 2023
(Form 56-1 One report)



Profiles of directors retiring by rotation and proposed to be re-elected

Name-Surname: Mrs. Suvatana Tulayapisitchai
Age: 70
Title: Director & Senior Vice Chairman of Executive Committee
Education: Vocational Certificate Convent of the infant Jesus School
Number of shares: 12,249,000 shares or 7.0286% (as of 28 December 2023)
Term of directorship 2008 – present (16 years)
Nomination for Director
Directorship in Other Listed Companies
- None
Directorship in Non-listed Companies
2004 – Present Director, J.B. Asset Co., Ltd.
Any other positions which may cause conflict of interest with the company
- None
Completed Program from Thai Institute of Directors (IOD)
- Director Accreditation Program (DAP) 72/2008
- Director Certification Program (DCP) 113/2009
Other Training Courses:
- None
Attendance:
- Board of Director Meetings in 2023, 4 of 4
- Annual General Shareholders' Meeting in 2023, 1 of 1
Criminal record:
- None
Information for consideration of the election of Independent Directors:
- Spouse of Vice Chairman & Chairman of Executive Committee and parent of Chief Executive Officer



Profiles of directors retiring by rotation and proposed to be re-elected

Name-Surname: Ms. Zonwa Denmeka
Age: 65
Title: Audit Committee and Independent Director
Education:

- MBA, Kasetsart University
- Bachelor of Business Administration in Accounting, Sukhothai Thammathirat Open University
- Bachelor of Business Administration in Management Sukhothai Thammathirat Open University

Number of shares: None (as of 28 December 2023)
Term of directorship 2008 – present (16 years)
Nomination for Independent Director



Directorship in Other Listed Companies

- None

Directorship in Non-listed Companies

2012 - Present	Accounting and Tax Planning Consultants	I.A Chemical Co., Ltd.
2014 - Present	Accounting and Finance Consultants	Pro Machinery Co., Ltd.

Any other positions which may cause conflict of interest with the company

- None

Completed Program from Thai Institute of Directors (IOD)

- Director Accreditation Program (DAP) 76/2008
- Audit Committee Program (ACP) 35/2011

Other Training Courses

- None

Attendance:

- Audit Committee's Meetings in 2023, 4 of 4
- Board of Director Meetings in 2023, 4 of 4
- Annual General Shareholders' Meeting in 2023, 1 of 1

Criminal record:

- None

Information for consideration of the election of Independent Directors:

- No relationship with the family of the executives or major shareholders of the company or subsidiary companies
- Not being professional service providers e.g. auditors or legal consultants
- Not being a director who participate in management and do not have significant business relationship which may prevent the candidate from performing the duties independently

Profiles of directors retiring by rotation and proposed to be re-elected

Name-Surname: Mr. Pirote Maleehorm
Age: 73
Title: Audit Committee and Independent Director
Education:

- Master of Business Administration (MBA), Sukhothai Thammathirat Open University
- Bachelor of Engineering (Civil Engineering) Khon Kaen University

Number of shares: None (as of 28 December 2023)
Term of directorship 2008 – present (16 years)
Nomination for Independent Director



Directorship in Other Listed Companies

- None

Directorship in Non-listed Companies

- None

Any other positions which may cause conflict of interest with the company

- None

Completed Program from Thai Institute of Directors (IOD)

- Director Accreditation Program (DAP) 76/2008
- Audit Committee Program (ACP) 35/2011

Other Training Courses:

- None

Attendance:

- Audit Committee's Meetings in 2023, 4 of 4
- Board of Director Meetings in 2023, 4 of 4
- Annual General Shareholders' Meeting in 2023, 1 of 1

Criminal record:

- None

Information for consideration of the election of Independent Directors:

- No relationship with the family of the executives or major shareholders of the company or subsidiary companies
- Not being professional service providers e.g. auditors or legal consultants
- Not being a director who participate in management and do not have significant business relationship which may prevent the candidate from performing the duties independently

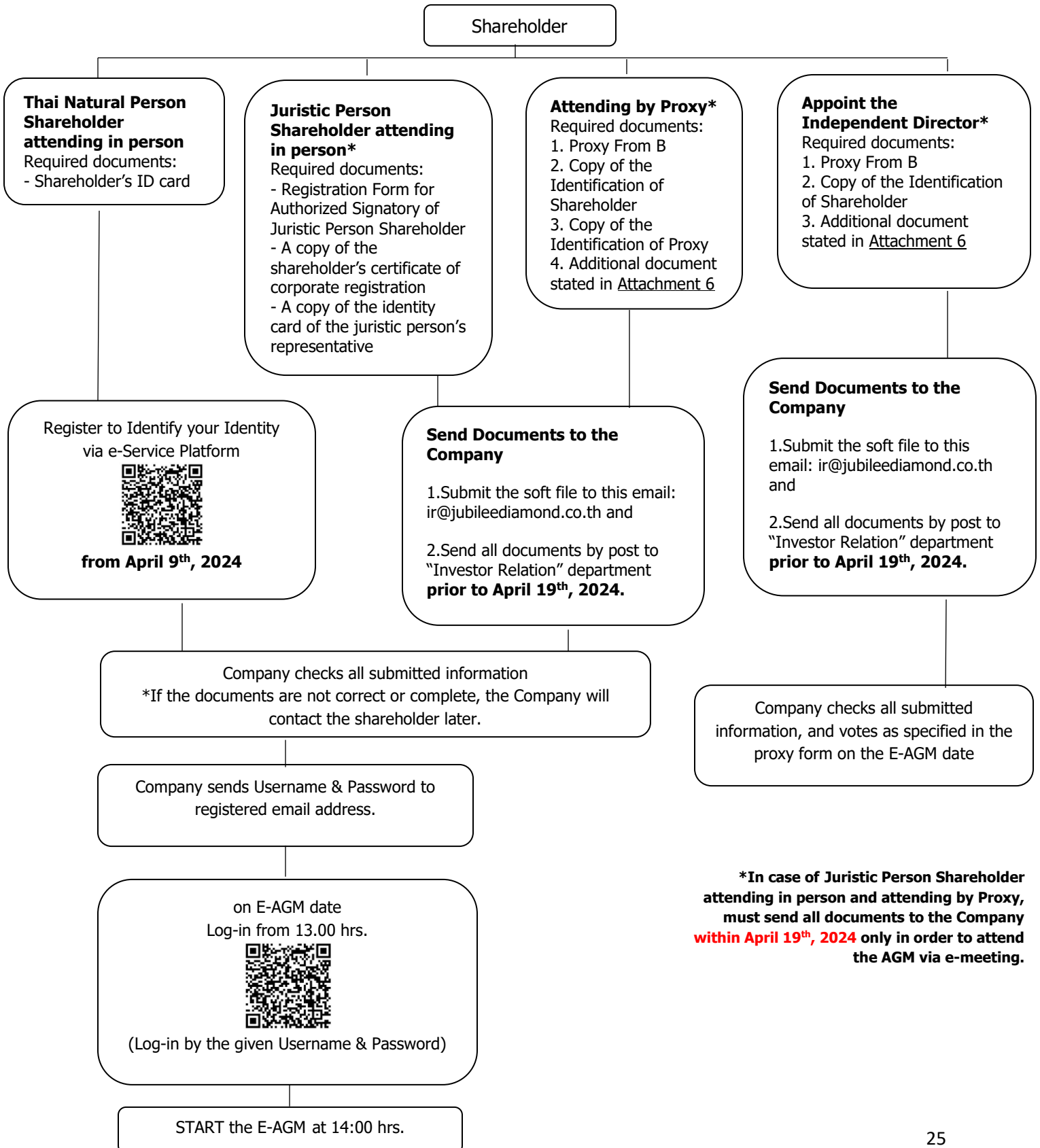
Independent Director Defined

Independent directors play a crucial role for corporate governance: in the performance of any of their assigned capacities, e.g. Chairman of the Board, a member of the Audit Committee or of the Nomination and Remuneration Committee, etc, they express opinions or make reports freely, without concerns about property interest or job security and independently of the influence of any individual or group of individuals. Nothing can deter them from giving good advice. An independent director must have all the following qualifications, including independence, as required by the Capital Market Supervisory Board:

1. Holds, including through his/her connected persons, no more than 0.5% of total voting shares of the Company, any of its affiliates or associates, or any individual who or corporate entity which may have conflicts of interest;
2. Is not, and has not never been, an executive director, employee, staff, salaried advisor or person having control of the Company, its parent company, any of its subsidiaries, associates, sister companies or any corporate entity which may have conflicts of interest;
3. Is not an individual related by blood or legal registration, i.e. father, mother, spouse, or child, including spouse of the children, management executives, major shareholders, controlling persons or persons to be nominated as management executives or controlling persons of the Company or its subsidiaries;
4. Does not, and has never had, a business relationship with the Company, its parent company, any of its associates or any corporate entity which may have conflicts of interest; and is not, and has never been, a major shareholder, non-independent director or management executive having a business relationship with the Company, its parent company, any of its associates or any corporate entity which may have conflicts of interest;
5. Is not, and has never been, an auditor of the Company, its parent company, any of its associates or any corporate entity which may have conflicts of interest; and is not a major shareholder, non-independent director, management executive or managing partner of the audit firm to which an auditor of the Company, its parent company, any of its associates or any corporate entity which may have conflicts of interest is attached;
6. Is not, and has never been, any professional advisor, including legal or financial advisor, who earns a fee in excess of THB 2 million per year from the Company, its parent company, any of its associates or any corporate entity which may have conflicts of interest; and is not, and has never been, a major shareholder, non-independent director, management executive or managing partner of any such professional advisor which is a corporate entity;
7. Is not a director who has been nominated to represent and act in the interest of the Company, any of its directors or major shareholders or a shareholder who is related to any of the Company's major shareholders; and
8. Does not have any characteristics which make him incapable of expressing independent opinions with regard to the Company's business.

The Company's independent directors are subject to a stricter control on corporate shareholding compared to the minimum requirement imposed by the Notification of the Capital Market Supervisory Board: They cannot hold, directly or through their connected persons, more than 0.5%, compared to the statutory 1%, of voting shares in the Company, its parent company, any of its associates or any corporate entity which may have conflicts of interest.

Procedures for attending 2024 Annual General Meeting of Shareholders



Documents Required for Attending the Meeting

1. For the shareholder attending in person
 - 1.1 The natural person Shareholder
The identity card of Shareholder, which has not yet expired.
(For a non-Thai-National Individual Shareholder, a valid passport can be presented as an identity card)
 - 1.2 The juristic person (Attendance in person by an authorized signatory acting on behalf of the juristic person)
 - 1.2.1 Registration Form for Authorized Signatory of Juristic Person Shareholder
 - 1.2.2 A copy of the shareholder's certificate of corporate registration (should not be later than 6 months), which is certified as true copy by the juristic person's representative and contains a statement indicating that the representative to be present at the Meeting is authorized to act on behalf of the juristic person who is the shareholder.
 - 1.2.3 A copy of the identity card of the juristic person's representative, which has not yet expired, or a copy of a valid passport in case of non-Thai-National individual, which has been certified as true copy to the original by the juristic person's representative's signature.
**For a juristic person registered in foreign Country, please present a copy of company certificate, which has been certified true copy by the authorized director (s) as well as endorsed by Notary Public (should not be later than a year).*
***In case of the authority to bind the company comprise authorized signatory of 2 or above directors, please grant the proxy to individual to attend the meeting as specified in 1.2.2.*
2. For the proxy
 - 2.1 The proxy of a natural person shareholder
 - 2.1.1 The proxy form B, which has been filled in completely and correctly with a 20-baht duty stamp attached, and signed by the proxy grantor and the proxy holder.
 - 2.1.2 A copy of the identity card of Shareholder or a copy of a valid passport in case of non-Thai-National shareholder, which has been certified as true copy to the original by the shareholder's signature.
 - 2.1.3 A copy of the identity card of the proxy holder, which has not yet expired, or a copy of a valid passport in case of non-Thai-National proxy holder, which has been certified as true copy to the original by the proxy holder's signature.
 - 2.2 The proxy of a Thai natural person shareholder residing outside Thailand shall submit the following documents before attending the Meeting;
 - 2.2.1 The proxy form B, which has been filled in completely and correctly with a 20-baht duty stamp attached, and signed by the juristic person's representative (proxy grantor) and by the proxy holder.

- 2.2.2 A copy of the shareholder's certificate of corporate registration (should not be later than 6 months), which is certified as true copy by the juristic person's representative and contains a statement indicating that the representative signing on the proxy form is authorized to act on behalf of the juristic person who is the shareholder
- 2.2.3 A copy of the identity card of the juristic person's representative (proxy grantor), which has not yet expired, or a copy of a valid passport in case of non-Thai-National individual, which is certified as true copy by the grantor's signature
- * For a juristic person registered overseas, please present a copy of company certificate, which has been certified true copy by the authorized director (s) as well as endorsed by Notary Public*
- 2.3 In case of the foreign shareholder who appoints the Custodian in Thailand to be in charge of his/her shares, the following evidences shall be submitted with the proxy form.
- 2.3.1 The proxy form C, which has been filled in completely and correctly, and signed by the juristic person's representative (proxy grantor) and by the proxy holder.
- 2.3.2 Evidence stating authorization from the shareholder to the custodian to sign the Proxy Form on behalf of him/her.
- 2.3.3 Evidence confirming that the person who signed on the Proxy Form is a licensed Custodian.

Shareholders may appoint a proxy to any person or authorized to one of the Independent Directors, Mr. Pirote Maleehorm. Such independent director will vote for each agenda as specified by the shareholders in the proxy form.

Submitted the documents to identify shareholder

1. Shareholder intends to attend the meeting in person

1.1 Registration to attend the meeting

- Thai Natural Person Shareholder (Use identity card to identify your identity)
Shareholders can notify the Company to attend the AGM via e-Service Platform from April 9th, 2024, by register at



or

<https://portal.eservice.setgroup.or.th/Account/Login?refer=OyBgnQ1%2bQykykUslqVSXijNu6%2fYamNVnDD6TFIJNSSq8dG9LWhwVEw%3d%3d>, shareholders can see details and registration procedure from **Manual for DAP e-Shareholder Meeting System (For Shareholders)**

Note: Registration via e-Service Platform, shareholders must take 3 photos and use identity card of shareholder to identify your identity, the photos will be;
 1st Photo: Shareholder's face must be straight, do not wear a hat, sunglasses and mask.
 2nd Photo: The information of Shareholder's the identity card must be the same as registration details i.e. no. of the identity card, name-surname, and still valid.

3rd Photo: Shareholder's straight face with the identity card must be the same as 1st photo and 2nd photo.

- Other cases as follow;
 - 1) Thai Natural Person Shareholder: Use other official documents to identify your identity
 - 2) Non-Thai Natural Person Shareholder
 - 3) The juristic person (Attendance in person by an authorized signatory acting on behalf of the juristic person)

Shareholders must provide e-mail and mobile phone number for receiving OTP Code together with send all documents that stated in "Documents Required for Attending the Meeting" to ir@jubileediamond.co.th in PDF or JPEG, JPG (Picture) format then send all original documents that mentioned above to the Company **within April 19th, 2024** via registered mail to "Investor Relation Department" Jubilee Enterprise Public Company Limited 179 Bangkok City Tower 10th Floor. South Sathorn Road, Thungmahamek, Sathorn, Bangkok 10120

- 1.2 After Shareholders have performed the registration process through e-Service Platform and the Company has verified the validity, Username & Password, to be used for log-in to the electronic meeting (e-Service Platform), will be sent to Shareholders' email provided to the Company at the registration process.

2. For the proxy

2.1 Attending by Proxy

2.1.1 Shareholders must provide e-mail and mobile phone number for receiving OTP Code together with send all photos of documents that state at "Documents Required for Attending the Meeting" to ir@jubileediamond.co.th then, Send all original documents that mentioned above to the Company **within April 19th, 2024** via registered e-mail to "Investor Relation Department" Jubilee Enterprise Public Company Limited 179 Bangkok City Tower 10th Floor. South Sathorn Road, Thungmahamek, Sathorn, Bangkok 10120

2.1.2 After Shareholders have performed the registration process through e-Service Platform and the Company has verified the validity, Username & Password, to be used for log-in to the electronic meeting (e-Service Platform), will be sent to Shareholders' email provided to the Company at the registration process.

2.2 In case of Appoint the Independent Director and the foreign shareholder who appoints the Custodian in Thailand to be in charge of his/her shares

2.2.1 Send all photos of documents that state at "Documents Required for Attending the Meeting" to ir@jubileediamond.co.th then, send all original documents that mentioned above to the Company **within April 19th, 2024** via registered e-mail to "Investor Relation Department" Jubilee Enterprise Public Company Limited 179 Bangkok City Tower 10th Floor. South Sathorn Road, Thungmahamek, Sathorn, Bangkok 10120

2.2.2 The Company checks all submitted information, and votes as specified in the proxy form on the E-AGM date.

**Articles of Association/Regulations
of
Jubilee Enterprise Public Company Limited
[Those related to shareholders' meetings only]**

Regulations governing election of directors

Art 21. The business of the Company shall be operated by the Board of Directors, which shall consist of at least five (5) but not more than fifteen (15) directors, and at least one-half of the directors must be Thai residents. A director may, but is not required to, hold shares in the Company.

Art 22. The Company's directors shall be elected by a shareholders' meeting in accordance with the following bases and procedures:

- 1) A shareholder is entitled to one vote for each share held by him.
- 2) Each shareholder may participate in cumulative voting on election of one or more directors; provided that, in the event of voting for election of more than one director, the weight of his votes in respect of each director may not be determined arbitrarily.
- 3) The person or persons receiving the next highest votes shall be deemed elected at the time. In the case of a tie among them which would otherwise cause the number of directors to be more than the required number for that time, the chair of the meeting shall have the second and casting vote.

Art 23. At every annual ordinary meeting of the shareholders, one-third (1/3) of then directors shall retire from office. If division of the number of directors by three does not give a round number, directors shall retire in the number closest to one-third (1/3). A retiring director is eligible for reelection.

The director of directors to retire in the first and second years after registration of the Company shall be determined by casting lots, and the director or directors to retire in each of subsequent years shall be the longest serving ones.

Art 26. A shareholder's meeting may resolve a director from office before retirement. Any such resolution must be adopted by at least three-fourths (3/4) of the number of shareholders present and entitled to vote at the meeting, who together hold at least one-half of the shares held by the shareholders present and entitled to vote at the meeting.

Regulations governing compensation to directors

Art 30. A director of the Company is entitled to director's compensation as considered and approved at a shareholders' meeting by at least two-thirds (2/3) of the votes present. Compensation may be in the form attendance fee, remuneration, bonus or any other benefit. It may be in fixed amounts or subject to specific criteria, and it may be determined from time to time or apply until resolved otherwise at a shareholders' meeting.

A director of the Company is also entitled to allowances and welfare benefits under the Company's regulations. The provision of paragraph one shall not affect the right of a director who is elected from the Company's officers or employees to receive compensation and benefits for the Company's officers or employees.

Payment of compensation under paragraphs one and two must not pose a conflict with the required qualifications of independent directors as imposed by the law governing securities and exchange.

Regulations governing shareholders' meetings

Art 44. The Board of Directors shall convene an annual ordinary meeting of the shareholders within four (4) months after the end of each accounting period of the Company.

Other shareholders' meetings are called extraordinary meetings. The Board of Directors may call an extraordinary meeting of the shareholders at any time as it deems appropriate.

Holders of an aggregate of at least one-fifth (1/5) of the Company's authorized shares, or at least twenty-five shareholders who together hold at least one-tenth (1/10) of the Company's authorized shares, may at any time subscribe their names to a written request for the Board of Directors to call an extraordinary meeting of the shareholders; provided that reasons therefore be provided clearly in the request. Upon such request, the Board of Directors shall convene a shareholders' meeting within one (1) month of receipt of the request from the shareholders.

Art 45. In calling a shareholders' meeting, the Board of Directors shall prepare a written invitation to attend the meeting, specifying therein the venue, date, hour and agenda of the meeting, as well as the proposed actions and reasonable details of the same. Each invitation letter must also indicate clearly if the matters are for acknowledgement, for approval or for consideration, as applicable, and provide the Board of Director's comments on those matters. An invitation letter shall be sent to every shareholder and the registrar at least seven (7) days before the date fixed for the meeting and published for at least three (3) consecutive days in a newspaper at least three (3) days before the date fixed for the meeting. The venue of the meeting may be in the province of the Company's head office or elsewhere as the Board of Directors might deem suitable.

Art 46. A shareholder may designate any individual as its proxy for participation in and voting at a shareholders meeting. Appointment of a proxy must be made in writing and in the form prescribed by the registrar of public limited companies, and it must have signed by the principal and presented to the Chairman of the Board or his designee at the venue of the meeting before participation in the meeting by the proxy. The instrument appointing a proxy must contain at least the following particulars:

- a) the number shares held by the principal;
- b) the name of the proxy; and
- c) the meeting or meetings which the proxy is authorized to attend and vote at.

- Art 47. To form a quorum, a shareholders' meeting must be attended, in person or by proxy (if any), by at least twenty-five (25) shareholders or by at least one-half of the shareholders, which together hold at least one-third (1/3) of the Company's authorized shares. If the number of attending shareholders does not constitute a quorum within one (1) hour after hour fixed for a shareholders' meeting, if the shareholders' meeting is called on the shareholders' request, it shall be canceled, but if not called on the shareholders' request, a fresh invitation letter shall be sent to each shareholder at least seven (7) day before the date fixed for another meeting. At any such subsequent meeting, no quorum is required.
- Art 48. The Chairman of the Board shall preside over every shareholder's meeting. If the Chairman of the Board is absent or unable to perform such duty, the Vice Chairman of the Board shall do so on behalf of the Chairman of the Board. If no Vice Chairman of the Board exists or the Vice Chairman of the Board is unable to perform such duty, a present shareholder shall be elected at the meeting to preside over the meeting.
- Art 49. For the purpose of voting at a shareholders' meeting, each share shall confer one vote, and a shareholder is not entitled to vote on any matter in which he has a special interest, except for election of directors. A resolution of the shareholders' meeting must be adopted
- (1) for normal matters, by a majority of the votes of the shareholders present and voting and, in case of a tie, by a second and casting vote of the chair of the meeting; or
 - (2) for any of the following matters, by at least three-fourths (3/4) of the votes of the shareholders present and entitled to vote:
 - (a) sale or transfer of all or a significant portion of the Company's business to other;
 - (b) purchase or acquisition of the business of a private company or any other public company;
 - (c) execution, revision or termination of an agreement involving lease of all or a significant portion of the Company's business to other, engagement of other to manage the Company's business or consolidation of the Company's business with that of other for the purpose of profit or loss sharing;
 - (d) amendment of the Company's Memorandum or Articles of Association;
 - (e) increase or reduction of the Company's registered capital;
 - (f) dissolution of the Company;
 - (g) issuance of the Company's debentures; or
 - (h) merger with other companies.

Regulations governing auditors

- Art 54. The Board of Directors shall cause a balance sheet and an income statement as at the end of each accounting year of the Company to be prepared and presented to the shareholders for consideration and approval at the respective annual general shareholders' meeting, and shall cause the same to be audited by an auditor before their presentation at the shareholders' meeting.
- Art 58. An auditor may not be a director, officer or employee of or holder of a position in the Company and shall be appointed every year at each annual general shareholders' meeting of the shareholders. An auditor is eligible for reappointment.

Art 59. An auditor is authorized to examine during the Company's office hours accounts, documents and any other evidence in connection with the Company's revenue, expenses, assets and liabilities. In the course thereof, the auditor may make enquires to any of the Company's directors, officers, employees or office holders or require them to give explanations or present documents or evidence in relation to the Company's operations.

Art 60. An auditor has the duty to attend every shareholders' meeting of the Company at which a balance sheet or income statement or the Company's accounting issues are reviewed, in order that he can clarify his auditing activities to the shareholders. All reports and documents that should be provided to the shareholders at the relevant shareholders' meeting shall also be furnished to the auditor.

Regulations governing dividends and legal reserve

Art 56. No dividend may be paid out of any money other than the Company's profit. No dividend may be paid when the Company is incurring a deficit.

Dividend shall be apportioned in respect of each share equally. Declaration of dividends is subject to approval by a shareholders' meeting. Dividends may be paid wholly or partially in the form of stock dividend, by issuance of new ordinary shares to the shareholders.

The Board of Directors may pay interim dividends when deemed justified by the profit. Any interim dividends paid shall be reported to the shareholders at the next shareholders' meeting.

Dividends must be paid within one (1) month after the date of the shareholders' meeting or of the Board of Directors' meeting, as the case may be. A written notice thereof shall be sent to each shareholder and published in a newspaper for at least three (3) consecutive days.

Art 57. The Company shall appropriate at least five percent (5%) of its annual net income after deficit brought forward (if any) into a reserve fund until the fund reaches at least ten percent (10%) of its registered capital.

Dividend payment policy

Due to the Board of Directors' Meeting of the Company No.3/2020 held on May 11, 2020 had resolved to approve the change in the Company's dividend policy which are as follows.

The Company has a policy to pay dividends to shareholders with twice a year at the rate of not less than 40% of net profit after tax deduction, the allocation to reserves required by laws and the Company in each year, and the obligation under financial contract (if any). The dividend payment must not exceed the retained earnings from the Company's financial statements.

Dividend payout rate as mentioned above, may be changed from the specified depending on the results of the operations, cash flow, financial liquidity, financial position, investing plan, reserving funds to be working capital within the Company, reserving funds for future investment, reserving funds to repay loans, conditions and definition as specified in financial contract, economic conditions, including legal requirement and other necessities.

However, the annual dividend payment must be approved in the Annual General Meeting of Shareholders, except the interim dividend payment which can be approved by the Board of Directors when it deems that the Company is profitable enough to do so and report to the shareholders in the next shareholders' meeting.

A shareholder can send his/her request for the full version of the Company's Articles of Association to ir@jubileediamond.co.th.

Vote casting and Counting

Voting Regulation

In casting vote in each agenda, the Chairman will propose the shareholders who wish to cast their vote, via e-service platform, within the period specified. The chairman will announce the voting results in all agendas of the meeting.

1. The resolutions of the meeting are as follows;
 - General case: majority vote of the shareholders who attend the meeting and casting their votes. In case a tie of votes, the Chairman of the Meeting shall have the casting vote.
 - Other case which the laws or the Company's Articles of Association provided otherwise: The vote shall be in accordance with the laws or the Company's Articles of Association. The Chairmen shall inform the Meeting before voting in each agenda.
2. The proxy shall vote in accordance with the authorization by the Shareholder as specified in the Proxy Form.
3. Any Shareholder or the Proxy having special interest in a matter shall not be permitted to vote on such matter and may be invited by the Chairman of the Meeting to temporarily leave the Meeting.

Voting Counting Method

Pursuant to the Company's Article of Association, the Shareholders shall have one vote per share. In counting votes cast in each agenda, the Company shall count the vote of approval, disapproval, and abstentions.

Prior to the meeting, the Chairman will inform the meeting that the Company will count all votes cast by the shareholders or proxies who attend the meeting by deducting the number of disapproving votes, and abstentions. After finishing the casting of votes in each agenda and the Chairman shall announce the voting result to the meeting after such vote counting is done.

Procedure of Voting

1. At the end of each agenda, the chairman will propose that the meeting pass a resolution on each agenda item and the e-Service Platform will open for voting "approve", "disapprove", or "abstain".
2. Attendees need to return to e-Service Platform window, and vote within the period specified. Attendees, who have not chosen "approve", "disapprove", or "abstain" within the voting period, will be deemed to resolve to approve the matter as proposed to the meeting for consideration. However, if the voting period still exists, Attendees may return to amend their votes within such period.

Note: In case the Shareholder appoints a Proxy to attend the Meeting on his/her behalf, the Proxy shall not vote during the meeting due to Proxy Form B. (Shareholder had already to vote all agendas on Proxy Form)

**Information of the independent directors
who the Company proposes for being proxies of the Shareholder**

Name-Surname: Mr. Amnuay Nakruchata-Amorn
Age: 68
Title: Chairman of Audit Committee & Independent Director
Address: No. 12, Samakkee 34 Road, Thasai Subdistrict,
Mueang Nonthaburi, Nonthaburi 11000
Remark: The information of Independent Directors is appeared
in the Annual Report and Financial Statements for the
year 2023 (Form 56-1 One report)
He has no conflict of interest applicable to other Directors.



Stamp
Duty,
THB
20

PROXY (FORM B)

Written at _____

Date _____

(1) I/we, _____, am/are a _____ citizen/corporate entity, residing at _____

(2) I/we am/are a shareholder of Jubilee Enterprise Public Company Limited, holding a total number of _____ shares and entitled to _____ votes, with details as follows:

- _____ ordinary shares, conferring _____ votes; and
- _____ preference shares, conferring _____ votes.

(3) I/we hereby appoint the following individuals (Please mark (/) in front of the Proxy's name (only one):

- 1. Mr/Mrs/Miss _____, _____ years-old, residing at _____ Road, _____ Subdistrict, _____ District, _____ Province, Postal Code _____; or
- 2. Mr/Mrs/Miss _____, _____ years-old, residing at _____ Road, _____ Subdistrict, _____ District, _____ Province, Postal Code _____; or
- 3. Mr/Mrs/Miss _____, _____ years-old, residing at _____ Road, _____ Subdistrict, _____ District, _____ Province, Postal Code _____; or
- 4. Mr/Mrs/Miss AMNUAY NAKRUCHATA-AMORN, 65 years-old, residing at 12 Samakkee 34 Road, Thasai Subdistrict, Mueang Nonthaburi, Nonthaburi, Postal Code 11000;

as my/our proxy for the purpose to attending and voting on my/our behalf at the Annual General Meeting of the Shareholders for 2024, to be held on Tuesday, April 23rd 2024, at 14:00 hrs., via e-service platform or on any other date, hour and venue as might be postponed to.

(4) I/we hereby determine how the proxy shall vote at the above meeting on my/our behalf, as follows:

Agenda 1 To certify the minutes of the Annual General Meeting of the Shareholders for the year 2023, held on Friday, April 21st 2023

- (a) The proxy may attend and vote on my/our behalf in any manner as he/she thinks fit.
- (b) The proxy shall vote as desired by me/us, as follows:
 - Approve
 - Disapprove
 - Abstain

Agenda 2 To acknowledge the Company's operating results for 2023

- (a) The proxy may attend and vote on my/our behalf in any manner as he/she thinks fit.
- (b) The proxy shall vote as desired by me/us, as follows:
 - Approve
 - Disapprove
 - Abstain

Agenda 3 To consider approving the Company's financial statement and auditor's report for the year ended, December 31st 2023

- (a) The proxy may attend and vote on my/our behalf in any manner as he/she thinks fit.
- (b) The proxy shall vote as desired by me/us, as follows:
 - Approve
 - Disapprove
 - Abstain

Agenda 4 To considering approving dividend payment for the year 2023 operating results

- (a) The proxy may attend and vote on my/our behalf in any manner as he/she thinks fit.
- (b) The proxy shall vote as desired by me/us, as follows:
 - Approve
 - Disapprove
 - Abstain

Agenda 5 To consider approving reelection of directors retiring by rotation

- (a) The proxy may attend and vote on my/our behalf in any manner as he/she thinks fit.
- (b) The proxy shall vote as desired by me/us, as follows:
 - Appointment of all directors
 - Approve
 - Disapprove
 - Abstain
 - Appointment of individual directors
 1. Name of director: Mrs. Suvatana Tulayapisitchai
 - Approve
 - Disapprove
 - Abstain
 2. Name of director: Ms. Zonwa Denmeka
 - Approve
 - Disapprove
 - Abstain
 3. Name of director: Mr. Pirote Maleehorm
 - Approve
 - Disapprove
 - Abstain

Agenda 6 To consider approving directors' remuneration for 2024

- (a) The proxy may attend and vote on my/our behalf in any manner as he/she thinks fit.
- (b) The proxy shall vote as desired by me/us, as follows:
 - Approve
 - Disapprove
 - Abstain

Agenda 7 To appoint an auditor and the auditor's remuneration for 2024

- (a) The proxy may attend and vote on my/our behalf in any manner as he/she thinks fit.
- (b) The proxy shall vote as desired by me/us, as follows:
 - Approve
 - Disapprove
 - Abstain

Agenda 8 To consider other matters (if any)

- (a) The proxy may attend and vote on my/our behalf in any manner as he/she thinks fit.
- (b) The proxy shall vote as desired by me/us, as follows:
 - Approve
 - Disapprove
 - Abstain

- (5) Any vote which might be cast in any matter by the proxy otherwise than as stated above shall be deemed invalid and not cast by me/us as a shareholder.
- (6) If I/we do not state, or do not state clearly, how I/we intend to vote, if any matter other than those stated above is considered and resolved at the meeting, or in case of changes of the circumstances, the proxy is entitled to consider and vote on my/our behalf as he/she thinks fit.

Any acts that might be performed at the meeting by the proxy, other than those which he/she fails to perform as desired by me/us, shall be deemed performed by me/us in all respects.

Signed _____ Principal

Signed _____ Proxy

Remarks:

- 1) A shareholder who seeks to attend and vote at the meeting by proxy must appoint only one proxy. No sharing of shares among proxies for separate voting may be done.
- 2) Election may be made of all directors or each individual director.
- 3) A shareholder has to send all documents to the Company **within April 19th, 2024.**

PROXY (FORM C)

(for shareholders registered as foreign investors and having custodians in Thailand only)

Written at _____

Date _____

(1) We, _____, having our office located at No _____ Road, _____ Subdistrict, _____ District, _____ Province, Postal Code _____,

as the custodian for _____,

a shareholder of **Jubilee Enterprise Public Company Limited**,

holding a total number of _____ shares and entitled to _____ votes, with details as follows:

- _____ ordinary shares, conferring _____ votes; and
- _____ preference shares, conferring _____ votes.

(2) We represent the above shareholder of Jubilee Enterprise Public Company Limited, holding a total number of _____ shares and entitled to _____ votes, with details as follows:

- _____ ordinary shares, conferring _____ votes; and
- _____ preference shares, conferring _____ votes.

We hereby appoint the following individuals (Please mark (/) in front of the Proxy's name (only one):

- 1. Mr/Mrs/Miss _____, _____ years-old, residing at _____ Road, _____ Subdistrict, _____ District, _____ Province, Postal Code _____; or
- 2. Mr/Mrs/Miss _____, _____ years-old, residing at _____ Road, _____ Subdistrict, _____ District, _____ Province, Postal Code _____; or
- 3. Mr/Mrs/Miss _____, _____ years-old, residing at _____ Road, _____ Subdistrict, _____ District, _____ Province, Postal Code _____; or
- 4. Mr/Mrs/Miss AMNUAY NAKRUCHATA-AMORN, 65 years-old, residing at 12 Samakkee 34 Road, Thasai Subdistrict, Mueang Nonthaburi, Nonthaburi, Postal Code 11000;

as my/our proxy for the purpose to attending and voting on my/our behalf at the Annual General Meeting of the Shareholders for 2024, to be held on Tuesday, April 23rd 2024, at 14:00 hrs., via e-service platform or on any other date, hour and venue as might be postponed to.

(3) We hereby authorize the above proxy to attend and vote at meeting on our behalf

to the full extent of the total number of our shares and our votes

to the following extent:

_____ ordinary shares / _____ votes

_____ preference shares / _____ votes

Total: _____ votes

(4) We hereby determine how the proxy shall vote at the above meeting on our behalf, as follows:

Agenda 1 To certify the minutes of the Annual General Meeting of the Shareholders for the year 2023, held on Friday, April 21st 2023

(a) The proxy may attend and vote on my/our behalf in any manner as he/she thinks fit.

(b) The proxy shall vote as desired by me/us, as follows:

Approve

Disapprove

Abstain

Agenda 2 To acknowledge the Company's operating results for 2023

(a) The proxy may attend and vote on my/our behalf in any manner as he/she thinks fit.

(b) The proxy shall vote as desired by me/us, as follows:

Approve

Disapprove

Abstain

Agenda 3 To consider approving the Company's financial statement and auditor's report for the year ended, December 31st, 2023

(a) The proxy may attend and vote on my/our behalf in any manner as he/she thinks fit.

(b) The proxy shall vote as desired by me/us, as follows:

Approve

Disapprove

Abstain

Agenda 4 To consider approving dividend payment for the year 2023 operating results

(a) The proxy may attend and vote on my/our behalf in any manner as he/she thinks fit.

(b) The proxy shall vote as desired by me/us, as follows:

Approve

Disapprove

Abstain

Agenda 5 To consider approving reelection of directors retiring by rotation

(a) The proxy may attend and vote on my/our behalf in any manner as he/she thinks fit.

(b) The proxy shall vote as desired by me/us, as follows:

- Appointment of all directors

Approve

Disapprove

Abstain

- Appointment of individual directors

1. Name of director: Mrs. Suvatana Tulayapisitchai

Approve

Disapprove

Abstain

2. Name of director: Ms. Zonwa Denmeka

Approve

Disapprove

Abstain

3. Name of director: Mr. Pirote Maleehorm

Approve

Disapprove

Abstain

Agenda 6 To consider approving directors' remuneration for 2024

- (a) The proxy may attend and vote on my/our behalf in any manner as he/she thinks fit.
- (b) The proxy shall vote as desired by me/us, as follows:
 - Approve
 - Disapprove
 - Abstain

Agenda 7 To appoint an auditor and consider for the auditor's remuneration for 2024

- (a) The proxy may attend and vote on my/our behalf in any manner as he/she thinks fit.
- (b) The proxy shall vote as desired by me/us, as follows:
 - Approve
 - Disapprove
 - Abstain

Agenda 8 To consider other matters (if any)

- (a) The proxy may attend and vote on my/our behalf in any manner as he/she thinks fit.
- (b) The proxy shall vote as desired by me/us, as follows:
 - Approve
 - Disapprove
 - Abstain

(5) Any vote which might be cast in any matter by the proxy otherwise than as stated above shall be deemed invalid and not cast by us as a shareholder.

(6) If we do not state, or do not state clearly, how I/we intend to vote, if any matter other than those stated above is considered and resolved at the meeting, or in case of changes of the circumstances, the proxy is entitled to consider and vote on our behalf as he/she thinks fit.

Any acts that might be performed at the meeting by the proxy, other than those which he/she fails to perform as desired by us, shall be deemed performed by us in all respects.

Signed _____ Principal

Signed _____ Proxy

Remarks:

- 1) A shareholder who seeks to attend and vote at the meeting by proxy must appoint only one proxy. No sharing of shares among proxies for separate voting may be done.
- 2) Election may be made of all directors or each individual director.
- 3) A shareholder has to send all documents to the Company **within April 19th, 2024.**

Registration Form for Authorized Signatory of Juristic Person Shareholder

Written at _____

Date _____

Shareholder Name _____

Tax ID Number _____

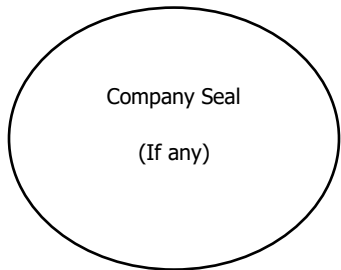
Address _____

A shareholder of Jubilee Enterprise Public Company Limited.

By holding ordinary shares in the total amount of _____ shares.

Representative Name _____

Identity Card Number _____ E-mail _____ Mobile phone (for receiving OTP) _____



Signature _____ Authorized Signatory
(.....)

Note: Please correctly and completely fill in the form. Otherwise, the Company shall not be able to send you the Username & Password and OTP for logging-in to the electronic meeting system and please send this form together with required documents to the Company **within April 19th, 2024**.